



**STATE OF TENNESSEE  
DEPARTMENT OF COMMERCE AND INSURANCE  
INSURANCE DIVISION  
500 JAMES ROBERTSON PARKWAY - 4TH FLOOR  
NASHVILLE, TENNESSEE 37243-1135**

February 5, 2002

**Requirements for Redomestication as a result of a Merger**

Dear Sir or Madame:

This department has been notified of the change of domicile of the company from the old state to the new state. The following documents must be filed to amend the company's Certificate of Authority:

1. Certified copy of the approval granted by the old state's Department of Insurance.
2. Certified copy of the approval granted by the new state's Department of Insurance.
3. Amended Articles of Incorporation, certified by the new state of domicile.
4. Amended Bylaws, certified by the Corporate Secretary.
5. Certificate of Compliance issued by the new state of domicile.
6. Certificate of Deposit issued by the new state of domicile.
7. Completion of a new Power of Attorney form. (enclosed)
8. The original Certificate of Authority issued to the company by the Tennessee Department of Insurance.
9. Biographical affidavits of any newly elected officers and directors.
10. The company's new home and mailing addresses, if they will be changed as a result of the redomestication.

Mark Waren  
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This department has been notified of the merger of [merging company] with and into [survivor]. The following documents must be filed in order to properly record this transaction:

11. Certified copy of the approval granted by the [merging company state] Department of Insurance.
12. Certified copy of the approval granted by the [survivor state] Department of Insurance.
13. Completion of the Withdrawal of Foreign Charter form. (enclosed)
14. A written statement that as a result of the merger the surviving company will not be in violation of T.C.A. Section 56-11-204.

Should you have questions, please contact me at (615) 741-1633.

Sincerely,

Sandra Smith  
Analyst II  
Examination Section